

FEB 2 '99

1-15 PM

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OF COUNSEL  
URBAN A. LESTER

January 25, 1999

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Statement of Change in Reporting Marks and Road Numbers addressed to the Board, dated December 22, 1998, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Commission/Board under Recordation Number 11188.

The name and address of the party to the enclosed document are:

The Burlington Northern and  
Santa Fe Railway Company  
2650 Lou Menk Drive  
Fort Worth, TX 76131

A description of the railroad equipment covered by the enclosed document is:

set forth on the Schedule attached to the Statement.

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return a stamped copy of the enclosed document to the undersigned.

Very truly yours,

Robert W. Alvord

SURFACE TRANSPORTATION BOARD  
WASHINGTON, D.C. 20423-0001

OFFICE OF THE SECRETARY

Robert W. Alvord  
Alvord And Alvord  
918 Sixteenth St. NW., Ste. 200  
Washington, DC., 20006-2973

Dear Sir:

The enclosed documents (s) was recorded pursuant to the provisions of 49 U.S.C.

11301 and CFR 1177.3 (c), on 2/2/99 at 1:15PM , and

assigned recordation numbers (s): 14203-A, 15816-A, 18140-A, 19532-G,  
19532-H, 19532-I, 9588-D, 10534-T, 11188-J,  
11444-L, 12644-I, 12687- E, 13628-F, 16095-K,  
and 18284- K

Sincerely Yours,

Vernon A. Williams

Enclosure(s)

390.00

\$ \_\_\_\_\_ The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

Signature-

Janice M. Fort

**BNSF**

**PATRICK J. OTTENSMAYER**  
Vice President - Finance  
and Treasurer

The Burlington Northern and Santa Fe Railway Company

2650 Lou Menk Drive  
Fort Worth, Texas 76131

RECORDATION NO. 11188J

FILED

December 22, 1998

FEB 2 '99

1-15 PM

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
12th and Constitution  
Washington, DC 20423

Re: Statement of Change in Reporting Marks and Road Numbers

Dear Mr. Secretary:

Please be advised that the reporting marks and road numbers of the locomotives identified in the attached schedule or schedules have been, or will be, changed as set forth therein.

THE BURLINGTON NORTHERN AND  
SANTA FE RAILWAY COMPANY

By:

Patrick J. Ottensmeyer  
Vice President - Finance and Treasurer

STATE OF ILLINOIS )  
 ) SS:  
COUNTY OF COOK )

On this 23<sup>rd</sup> day of December, 1998, before me, a Notary Public in and for said County and State, personally appeared Patrick J. Ottensmeyer, who being by me duly sworn, says that he is Vice President - Finance and Treasurer of THE BURLINGTON NORTHERN AND SANTA FE RAILWAY COMPANY, that said instrument was signed on December 23, 1998, on behalf of said corporation, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

OFFICIAL SEAL  
CRAIG N. SMETKO

NOTARY PUBLIC, STATE OF ILLINOIS  
MY COMMISSION EXPIRES: 01/12/99

Craig N. Smetko

Notary Public

My Commission Expires: 01/12/99

Residing in Cook County, Illinois

**RECORDATION NUMBER: 11188****Equipment Description:**

Number of Units: one hundred forty-one (141)  
Model: SD40-2

<b><u>Old Reporting Mark and Road Numbers</u></b>		<b><u>New Reporting Mark and Road Numbers</u></b>	
BN	7206	BNSF	7206
BN	7207	BNSF	7207
BN	7208	BNSF	7208
BN	7209	BNSF	7209
BN	7210	BNSF	7210
BN	7211	BNSF	7211
BN	7212	BNSF	7212
BN	7213	BNSF	7213
BN	7214	BNSF	7214
BN	7215	BNSF	7215
BN	7216	BNSF	7216
BN	7217	BNSF	7217
BN	7218	BNSF	7218
BN	7219	BNSF	7219
BN	7220	BNSF	7220
BN	7222	BNSF	7222
BN	7223	BNSF	7223
BN	7224	BNSF	7224
BN	7225	BNSF	7225
BN	7226	BNSF	7226
BN	7227	BNSF	7227
BN	7236	BNSF	7236
BN	7237	BNSF	7237
BN	7238	BNSF	7238
BN	7239	BNSF	7239
BN	7240	BNSF	7240
BN	7242	BNSF	7242
BN	7243	BNSF	7243
BN	7244	BNSF	7244
BN	7245	BNSF	7245
BN	7246	BNSF	7246
BN	7247	BNSF	7247
BN	7248	BNSF	7248
BN	7249	BNSF	7249
BN	7250	BNSF	7250
BN	7251	BNSF	7251
BN	7252	BNSF	7252

BN	7253	BNSF	7253
BN	7254	BNSF	7254
BN	7255	BNSF	7255
BN	7256	BNSF	7256
BN	7257	BNSF	7257
BN	7258	BNSF	7258
BN	7259	BNSF	7259
BN	7260	BNSF	7260
BN	7261	BNSF	7261
BN	7262	BNSF	7262
BN	7263	BNSF	7263
BN	7264	BNSF	7264
BN	7265	BNSF	7265
BN	7266	BNSF	7266
BN	7267	BNSF	7267
BN	7268	BNSF	7268
BN	7269	BNSF	7269
BN	7270	BNSF	7270
BN	7271	BNSF	7271
BN	7272		
BN	7273	BNSF	7273
BN	7274	BNSF	7274
BN	7275	BNSF	7275
BN	7276	BNSF	7276
BN	7277	BNSF	7277
BN	7278	BNSF	7278
BN	7279	BNSF	7279
BN	7280	BNSF	7280
BN	7281	BNSF	7281
BN	7282	BNSF	7282
BN	7283	BNSF	7283
BN	7284	BNSF	7284
BN	7285	BNSF	7285
BN	7286	BNSF	7286
BN	7287	BNSF	7287
BN	7288	BNSF	7288
BN	7289	BNSF	7289
BN	7290	BNSF	7290
BN	7291	BNSF	7291
BN	7500	BNSF	7500
BN	7924	BNSF	7924
BN	7925	BNSF	7925
BN	7926	BNSF	7926
BN	7927	BNSF	7927
BN	7928	BNSF	7928
BN	7929	BNSF	7929
BN	7930	BNSF	7930
BN	7931	BNSF	7931
BN	7932	BNSF	7932

BN	7933	BNSF	7933
BN	7934	BNSF	7934
BN	7935	BNSF	7935
BN	7936	BNSF	7936
BN	7937	BNSF	7937
BN	7938	BNSF	7938
BN	7939	BNSF	7939
BN	7940	BNSF	7940
BN	8090	BNSF	8090
BN	8091	BNSF	8091
BN	8092	BNSF	8092
BN	8093	BNSF	8093
BN	8094	BNSF	8094
BN	8095	BNSF	8095
BN	8096	BNSF	8096
BN	8097	BNSF	8097
BN	8098	BNSF	8098
BN	8099	BNSF	8099
BN	8100	BNSF	8100
BN	8101	BNSF	8101
BN	8102	BNSF	8102
BN	8103	BNSF	8103
BN	8104	BNSF	8104
BN	8105	BNSF	8105
BN	8106	BNSF	8106
BN	8107	BNSF	8107
BN	8108	BNSF	8108
BN	8109	BNSF	8109
BN	8110	BNSF	8110
BN	8111	BNSF	8111
BN	8112	BNSF	8112
BN	8113	BNSF	8113
BN	8114	BNSF	8114
BN	8115	BNSF	8115
BN	8116	BNSF	8116
BN	8117	BNSF	8117
BN	8118	BNSF	8118
BN	8119	BNSF	8119
BN	8120	BNSF	8120
BN	8121	BNSF	8121
BN	8122	BNSF	8122
BN	8123	BNSF	8123
BN	8124	BNSF	8124
BN	8125	BNSF	8125
BN	8126	BNSF	8126
BN	8127	BNSF	8127
BN	8128	BNSF	8128
BN	8129	BNSF	8129
BN	8130	BNSF	8130
BN	8131	BNSF	8131

BN	8132	BNSF	8132
BN	8133	BNSF	8133
BN	8134	BNSF	8134
BN	8135	BNSF	8135
BN	8136	BNSF	8136

Casualty: BN 7272

**Equipment Description:**

Number of Units: twenty-five (25)  
Model: C30-7

<b><u>Old Reporting Mark and Road Numbers</u></b>	<b><u>New Reporting Mark and Road Numbers</u></b>
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BN	5087	BNSF	5087
BN	5088	BNSF	5088
BN	5089	BNSF	5089
BN	5090	BNSF	5090
BN	5091	BNSF	5091
BN	5092	BNSF	5092
BN	5093	BNSF	5093
BN	5094	BNSF	5094
BN	5095	BNSF	5095
BN	5096	BNSF	5096
BN	5097	BNSF	5097
BN	5098	BNSF	5098
BN	5099	BNSF	5099
BN	5100	BNSF	5100
BN	5101	BNSF	5101
BN	5102	BNSF	5102
BN	5103	BNSF	5103
BN	5104	BNSF	5104
BN	5105	BNSF	5105
BN	5106	BNSF	5106
BN	5107	BNSF	5107
BN	5108	BNSF	5108
BN	5109	BNSF	5109
BN	5110	BNSF	5110
BN	5111	BNSF	5111